

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW HAMPSHIRE**

FRANKLIN MUTUAL ADVISERS, LLC;  
MUTUAL BEACON FUND;  
MUTUAL DISCOVERY FUND;  
MUTUAL QUALIFIED FUND;  
MUTUAL SHARES FUND;  
MUTUAL FINANCIAL SERVICES FUND;  
MUTUAL BEACON FUND;  
FRANKLIN MUTUAL BEACON FUND;  
MUTUAL DISCOVERY SECURITIES FUND;  
and MUTUAL SHARES SECURITIES FUND,

Plaintiffs,

v.

TYCO INTERNATIONAL LTD.,

Defendant.

MDL No. 1335  
Civ. No. 07-CV-1337-PB  
**AGREED ORDER AND  
FINAL JUDGMENT OF  
DISMISSAL OF TYCO  
INTERNATIONAL LTD. AND  
BAR ORDER**

**AGREED ORDER AND FINAL JUDGMENT OF DISMISSAL OF DEFENDANT TYCO  
INTERNATIONAL LTD. AND BAR ORDER**

Franklin Mutual Advisers, LLC, Mutual Beacon Fund, Mutual Discovery Fund, Mutual Qualified Fund, Mutual Shares Fund, Mutual Financial Services Fund, Mutual Beacon Fund, Franklin Mutual Beacon Fund, Mutual Discovery Securities Fund and Mutual Share Securities Fund ("Plaintiffs") and Tyco International Ltd. ("Defendant") (each of them a "Settling Party" and collectively, the "Settling Parties"), having represented to the Court that they have entered into a settlement agreement that resolves all issues between and among them in the First Amended Complaint, and for good cause shown, the Court ORDERS:

1. Pursuant to Section 21D-4(f)(7)(A) of the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4(f)(7)(A) each Settling Party is hereby permanently barred, enjoined, and restrained from commencing, prosecuting, or asserting any claim for or otherwise

seeking contribution for any amount paid in connection with this action against any other person based upon, relating to, or arising out of the subject matter, allegations, transactions, facts, matters, occurrences, representations or omissions alleged, involved, set forth or referred to in the First Amended Complaint in the suit.

2. All claims asserted by Plaintiffs against Defendant in the First Amended Complaint are DISMISSED WITH PREJUDICE pursuant to Federal Rule of Civil Procedure 54(b).

3. The Clerk is directed to enter this Agreed Order and Final Judgment of Dismissal of Tyco International Ltd. and Bar Order as a final judgment and send a copy of same to all counsel of record.

IT IS SO ORDERED.

Enter: 05/02/2009

/s/ Paul Barbadoro

The Hon. Paul Barbadoro  
United States District Judge

We ask for this:

/s/ Edward A. Haffer

Edward A. Haffer, Esq.

N.H. Bar #1052

SHEEHAN PHINNEY BASS & GREEN, P.A.

1000 Elm Street, 11th floor

Manchester, NH 03101

Elizabeth F. Edwards, Esq.

MCGUIREWOODS LLP

One James Center

901 East Cary Street

Richmond, VA 23219

*Counsel for Defendant*

/s/ Marc B. Kramer

Marc B. Kramer, Esq.

Law Offices of Marc B. Kramer

150 JFK Parkway, Suite 100

Short Hills, NJ 07078

*Counsel for Plaintiffs*

### **CERTIFICATE OF SERVICE**

I certify that copies of the foregoing were served this date on the attached Service List through ECF or by mail for those on the list who do not have an ECF Registration.

/s/ Edward A. Haffer

Edward A. Haffer

cc: Counsel of Record